

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF OHIO**

DANIEL COHEN and DAVID COHEN,  
Derivatively on behalf of WORKHORSE  
GROUP, INC.,

Plaintiffs,

v.

DUANE HUGHES, STEVE SCHRADER,  
ROBERT WILLISON, RAYMOND J.  
CHESS, H. BENJAMIN SAMUELS,  
GERALD B. BUDDE, HARRY DEMOTT,  
MICHAEL L. CLARK, JACQUELINE A.  
DEDO, and PAMELA S. MADER, and  
WORKHORSE GROUP, INC.

Defendants.

Case No. 1:21-cv-00601-TSB

Judge Timothy S. Black

**STIPULATION RE TRANSFER AND INITIAL PLEADING MATTERS**

Plaintiffs Daniel Cohen and David Cohen, defendants Duane Hughes, Steve Schrader, Robert Willison, Raymond J. Chess, H. Benjamin Samuels, Gerald B. Budde, Harry Demott, Michael L. Clark, Jacqueline A. Dedo, and Pamela S. Mader and nominal defendant Workhorse Group, Inc., by and through their undersigned counsel, hereby agree and stipulate to the following:

WHEREAS, on March 8, 2021, plaintiff Sam Farrar filed a class action complaint, *Farrar v. Workhorse Group, Inc. et al*, Case No. 2:21-cv-02072-CJC-

PVC (C.D. Cal.), for alleged violations of the federal securities laws, which, after being consolidated with a related case, was amended on July 16, 2021 (“Consolidated Class Action”);

WHEREAS, on May 19, 2021, May 24, 2021 and June 3, 2021, respectively, plaintiffs Barry Caruso, Mark Kistenmacher, and David Brown each filed putative stockholder derivative actions on behalf of the nominal defendant alleging breach of fiduciary duties, unjust enrichment, waste of corporate assets, violations of Section 14(a) of the Securities Exchange Act of 1934 (“Exchange Act”), and insider selling, which are now consolidated as *In re Workhorse Group Inc. Derivative Litigation*, Case No. 2:21-cv-04202- CJC-PVC (C.D. Cal.) (“Consolidated Derivative Action”);

WHEREAS, on September 21, 2021, plaintiff commenced this action by filing a verified shareholder derivative complaint (the “Initial Complaint” [Dkt. No. 1]), purportedly on behalf of nominal defendant and alleging breach of fiduciary duties, unjust enrichment, waste of corporate assets, violations of Section 14(a) of the Exchange Act, and insider selling;

WHEREAS, nominal defendant was served on September 23, 2021 such that nominal defendant’s deadline to respond to the Initial Complaint is currently October 14, 2021;

WHEREAS, defendants agree to accept service of the Initial Complaint;

WHEREAS, no prior stipulated extensions in favor of nominal defendant have been sought or granted;

WHEREAS, defendants and nominal defendant shall now have twenty-one days from October 14, 2021, until November 4, 2021, to respond to the Initial Complaint;

WHEREAS, due to the pendency of both the Consolidated Class Action and the Consolidated Derivative Action in the Central District of California, and in the interests of judicial efficiency and conservation of the parties' resources, the parties agree to a voluntary transfer of venue to the Central District of California, pursuant to 28 U.S.C. § 1404;

NOW THEREFORE, the parties, through their undersigned counsel and subject to the Court's approval, stipulate and agree that:

1. Defendants hereby accept service of the Initial Complaint;
2. Defendants and nominal defendant shall have twenty-one (21) days from October 14, 2021, until November 4, 2021, to respond to the Initial Complaint;
3. This action should be transferred by consent of the parties to the Central District of California, pursuant to 28 U.S.C. 1404;

The parties have submitted a proposed order for the Court's consideration.

Dated: October 14, 2021

Respectfully Submitted,

/s/Russell S. Sayre

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*Attorneys for Defendants and nominal  
defendant*

Respectfully Submitted,

/s/Thomas J. Connick

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*Attorney for Plaintiff*

**CERTIFICATE OF SERVICE**

I hereby certify that on October 14, 2021, a copy of the foregoing was filed with the Court electronically pursuant to Fed. R. Civ. P. 5(b)(2)(E):

/s/Russell S. Sayre